

COMPANY No 4983573

THE COMPANIES ACT 1985

ELECTIVE RESOLUTION

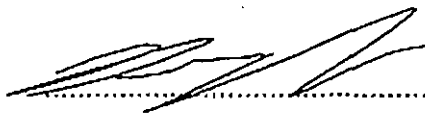
of **SMITH AND BROOKS HOLDINGS LIMITED**

passed on the 26th day of October 2004

At an Extraordinary General Meeting of the above Company, duly convened and held at Grenville Court, Britwell Road, Burnham, Buckinghamshire on the 26th day of October 2004 the following Elective Resolution was duly passed:

THAT the Company dispense with the holding of Annual General Meetings, with laying accounts before an Annual General Meeting and with the annual re-appointment of auditors.

Signed:



..... Director / Secretary

Dated: 26.10.04



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COMPANIES HOUSE

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10/11/04